

**BEFORE THE  
TENNESSEE REGULATORY AUTHORITY** TN  
REGULATORY AUTH.

'00 JUL 7 PM 1 11

In the Matter of the Application of )  
 )  
**Eagle Communications, Inc.** )  
**d/b/a Eagle Communications of TN, Inc.** )  
 )  
for a Certificate of Convenience and )  
Necessity to Provide Facilities-Based )  
and Resold Local Exchange and )  
Interexchange Telecommunications )  
Services Throughout the State of Tennessee )

CLERK OF THE  
EXECUTIVE SECRETARY

Docket No.

**00-00590**

**APPLICATION**

**I. INTRODUCTION**

Pursuant to the provisions of T.C.A. §§ 65-4-201, Administrative Rules Chapter 1220-4-8, and the Federal Telecommunications Act of 1996 ("Federal Act" or "Act"), 47 U.S.C. § 251 *et seq.*, Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc. ("Eagle" or "Applicant") hereby files this Application for a Certificate of Convenience and Necessity to provide resold and facilities-based local exchange and interexchange telecommunications services throughout the State of Tennessee.

Consistent with the objectives of the Federal Act, the Tennessee Regulatory Authority ("Authority") has adopted a policy favoring competition in all telecommunications markets, recognizing that it is in the public interest to develop effective competition to ensure that all consumers, residential and business, will have access to high quality, low-cost, and innovative telecommunications services, regardless of the chosen service provider. In support of its Application, Eagle provides the following information:

## II. DESCRIPTION OF THE APPLICANT

1. Applicant's legal name is Eagle Communications, Inc. Applicant's assumed name is Eagle Communications of TN, Inc. Applicant maintains its principal place of business at:

60 East 56<sup>th</sup> Street, 9<sup>th</sup> Flr.  
New York, NY 10022  
Telephone: (212) 758-3283  
Facsimile: (212) 758-3453

2. All correspondence, notices, inquiries or other communications pertaining to this Application should be addressed to:

Richard M. Rindler, Esq.  
Vickie S. Byrd, Esq.  
SWIDLER BERLIN SHEREFF FRIEDMAN, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007-5116  
Telephone: (202) 424-7500  
Facsimile: (202) 424-7645

3. Questions concerning the ongoing operations of Eagle following certification should be directed to:

Barbara J. D'Elia  
Eagle Communications, Inc.  
60 East 56<sup>th</sup> Street, 9<sup>th</sup> Flr.  
New York, NY 10022  
Telephone: (212) 758-3283  
Facsimile: (212) 758-3453

4. The officers of Eagle will be responsible for the Company's operations in Tennessee.  
Eagle's principal officers are:

Kent S. Charugundla	President
Marguerite Keuchkerian	Executive Vice President
Kevin J. Burke	Vice President - Engineering (Consultant)
Harold A. Maddela	Vice President - Sales
Richard E. Pino	Vice President - Finance

Barbara J. D'Elia

Executive Director - Operations

Each of the individuals listed above can be reached at:

Eagle Communications, Inc.  
60 East 56<sup>th</sup> Street, 9<sup>th</sup> Flr.  
New York, NY 10022  
Telephone: (212) 758-3283  
Facsimile: (212) 758-3453

An organizational chart depicting Eagle's corporate structure is attached hereto as Exhibit 1.

5. Eagle does not have corporate offices in Tennessee at this time. If Eagle opens a corporate office in Tennessee in the future, Eagle will promptly advise the Authority.

6. Eagle understands the importance of effective customer service for local service customers. Accordingly, Eagle will maintain the following toll-free customer service telephone number: 1-800-878-4998. Customer assistance will be available twenty-four hours a day, seven days a week. Customers may also contact the company in writing at the headquarters address provided above.

7. The Applicant is a New York corporation. A copy of Eagle's Certificate of Incorporation is attached hereto as Exhibit 2. Eagle's Certificate of Authority to Transact Business in Tennessee and Assumed Name Registration are attached hereto as Exhibit 3.

8. Eagle is financially qualified to provide the services for which it seeks authorization. In particular, Eagle has access to the financing and capital necessary to conduct its telecommunications operations as specified in this Application. In support of Eagle's application, attached hereto under seal as Exhibit 4 is a copy of Eagle's most recent audited financial statements and a consolidated five-year projection for Eagle's Tennessee operations. Exhibit 4 is offered to demonstrate the financial qualifications of Eagle to provide telecommunications services. The

capital available to Eagle, as evidenced by Exhibit 4, will be available to meet Eagle's current and future capital needs as it implements and maintains its network and provides services in Tennessee.

9. Eagle is managerially qualified to provide facilities-based and resold local exchange and interexchange telecommunications services in Tennessee. Eagle has acquired extensive experience in providing a variety of telecommunications services to customers, and has developed a management team with excellent credentials and experience in the telecommunications industry. A description of the backgrounds and experience of Eagle's key personnel, which demonstrates the extensive telecommunications operational and technical expertise of the Applicant, is attached hereto as Exhibit 5.

10. Eagle is technically qualified to provide its proposed services in Tennessee. Eagle is authorized to provide local exchange and/or interexchange telecommunications services in the following jurisdictions: California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Illinois, Iowa, Kentucky, Massachusetts, Michigan, Minnesota, Missouri, Nevada, New Jersey, New York, North Carolina, Ohio, Pennsylvania, South Carolina, Tennessee, Texas, Virginia, and Washington. Eagle has not been denied authority to provide telecommunications services in any state.

Eagle's network architecture will have a single, high-quality dual processor switch in a given local market. More specifically, Eagle will have switches in the cities of Knoxville, Memphis, and Nashville. Eagle will deploy a Sonus Softswitch for provision of its local exchange services in the State of Tennessee. Eagle will connect its Signaling System Number 7 ("SS7") network into the public network directly from its switch to signal transfer points ("STPs") of the incumbent local exchange carrier ("ILEC") or third party providers if this service is not available from the ILEC.

11. Applicant is familiar with and will adhere to all applicable Authority rules, policies and orders governing the provision of local exchange and interexchange telecommunications services. To the extent required by Tennessee law and the Authority's regulations, Eagle will provide: (1) consumer access to and support for the Tennessee Relay Center in the same manner as the incumbent local exchange carriers ("ILECs"); (2) free blocking for 900 and 976 type services; (3) Lifeline and Link-Up services to qualifying customers; (4) educational discounts; and (5) support for universal service. Applicant has attached hereto a copy of its Small and Minority Owned Telecommunications Business Participation Plan as Exhibit 6. Applicant has also attached hereto a copy of its IntraLATA Toll Dialing Parity Plan as Exhibit 7.

12. Applicant has served notice of this Application upon ILECs certificated in Tennessee, and a copy of the Certificate of Service is attached hereto as Exhibit 8.

### **III. PROPOSED SERVICES**

13. Eagle proposes to provide resold and facilities-based local exchange and interexchange services throughout the entire State of Tennessee and, therefore, seeks statewide authority. Initially, the geographic area to be served by the Applicant is identical to the entire area of the existing BellSouth Telecommunications, Inc. ("BellSouth"), and the exchange area of any other local exchange carrier ("LEC") that is not now, or ceases to be, subject to competitive protection as a small or rural LEC pursuant to 47 U.S.C. § 251(f). However, Applicant seeks statewide authority so that it may expand into other service areas as market conditions warrant.

14. Eagle intends to provide, through resale and its facilities, all forms of telephone service to business and residential customers in the State of Tennessee including: local dial tone services, local exchange access services to single-line and multi-line customers (including basic

business and residential lines, direct inward and outward PBX trunk service, Digital Subscriber Line Service, Centrex Services and ISDN services), as well as switched and special carrier access services to other common carriers on an equal basis. Eagle will interconnect with ILECs for access to long distance carriers and other local telephone companies. In addition, Eagle will, through interconnection with ILECs, offer 911 and enhanced 911 emergency service, directory assistance and operator assisted dialing, dual party relay services and other miscellaneous services currently provided by existing local exchange carriers.

15. Eagle will also offer interexchange services throughout the State of Tennessee, including both inbound and outbound intraLATA and interLATA services. This will be accomplished through a combination of its own facilities, unbundled network elements, and through the resale of BellSouth services.

16. Eagle's deposit requirements, termination policy, and late charge policy are set forth in its local exchange tariff.

#### **IV. CONCLUSION**

Applicant intends to provide facilities-based and resold local exchange and interexchange telecommunications services. Applicant's proposed telecommunications services will meet the needs of business and individual users in the State of Tennessee for competitively priced, superior quality, local exchange and interexchange telecommunications services. Accordingly, Authority approval of the instant Application will foster competition in the local exchange and interexchange telecommunications markets and generate significant benefits to Tennessee telecommunications users, including: low-priced, high quality services; innovative telecommunications services and increased consumer choice; and efficient use of existing communications resources as well as

increased diversification and reliability of the supply of communications services. The public will benefit both directly, through the use of the competitive services to be offered by Eagle, and indirectly because Eagle's presence will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Grant of this Application is therefore in the public interest because it will further enhance the service options available to Tennessee citizens.

WHEREFORE Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc., the Applicant herein, requests that the Authority grant it a Certificate of Public Convenience and Necessity authorizing the Applicant to provide facilities-based and resold local exchange and interexchange telecommunications services throughout the entire State of Tennessee.

Respectfully submitted,



Richard M. Rindler, Esq.

Vickie S. Byrd, Esq.

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

3000 K Street, N.W., Suite 300

Washington, D.C. 20007-5116

Telephone: (202) 424-7500

Facsimile: (202) 424-7643

Counsel to Eagle Communications, Inc.

Dated: July 5, 2000

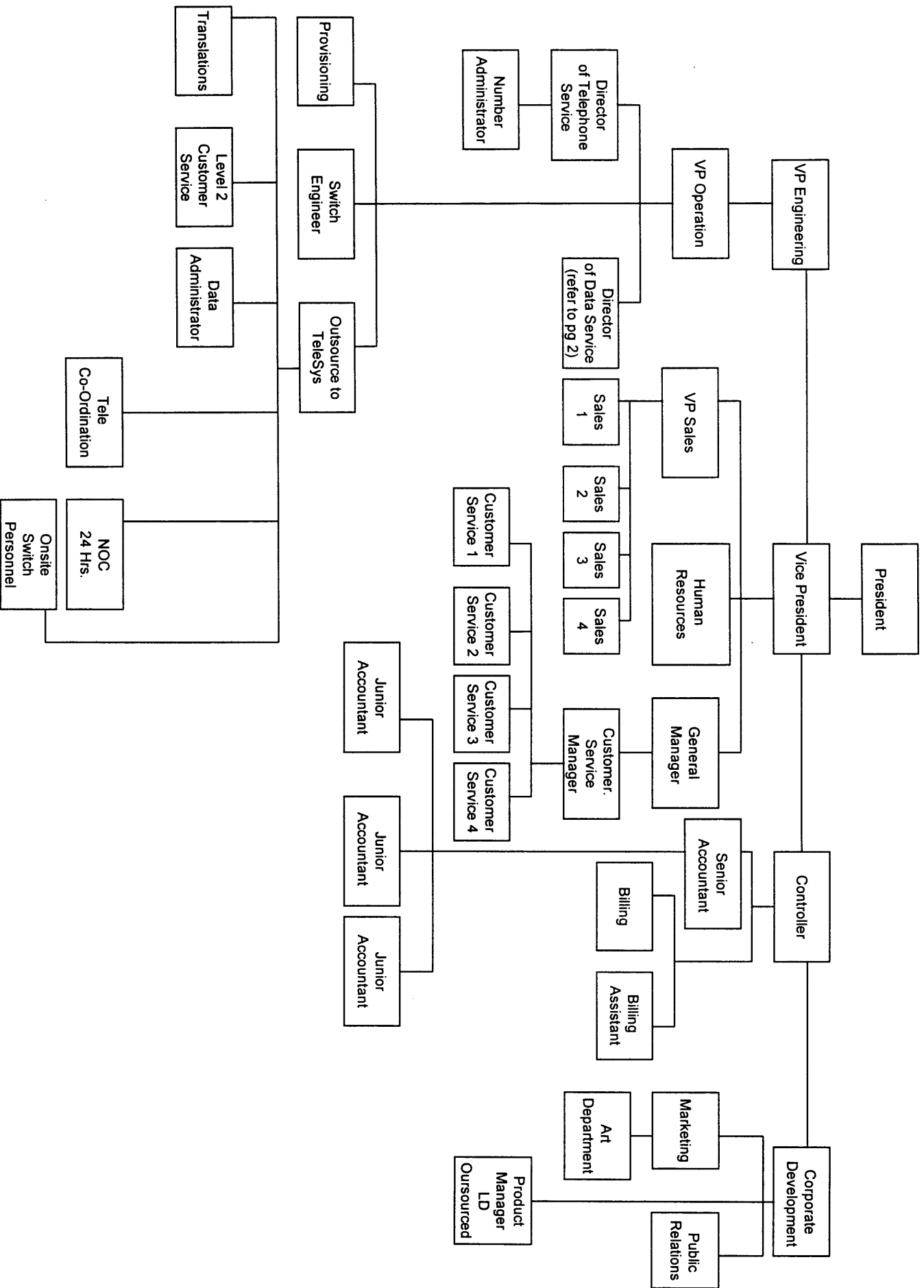
## **EXHIBITS**

Exhibit 1	Organizational Chart
Exhibit 2	Certificate of Incorporation
Exhibit 3	Certificate of Authority to Transact Business in Tennessee and Assumed Name Registration
Exhibit 4	Financial Qualifications [ <b><i>FILED UNDER SEAL</i></b> ]
Exhibit 5	Managerial Qualifications
Exhibit 6	Small and Minority Owned Telecommunications Business Participation Plan
Exhibit 7	IntraLATA Toll Dialing Parity Plan
Exhibit 8	Certificate of Service
Verification	

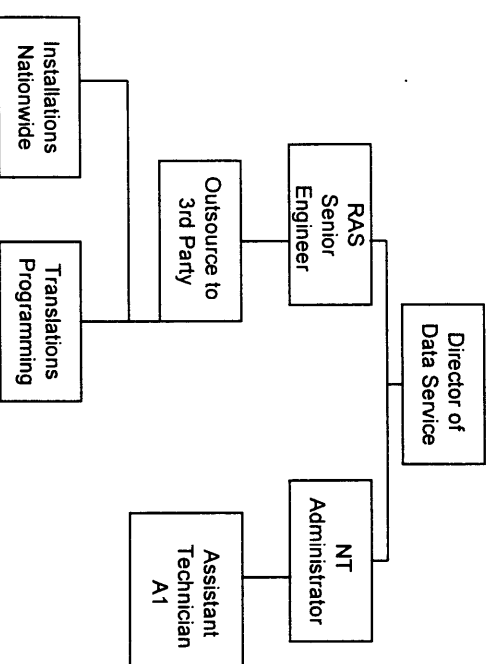


**Exhibit 1**

**Organizational Chart**



## Director of Data Service (continued from page 1)



**Exhibit 2**

**Certificate of Incorporation**

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CERTIFICATE OF INCORPORATION  
OF  
EAGLE COMMUNICATIONS, INC.

Filed by:

Bigman & Bigman, Esqs.  
67-03 Roosevelt Avenue  
Woodside, New York 11377

## CERTIFICATE OF INCORPORATION

EAGLE COMMUNICATIONS, INC.

Under Section 402 of the Business Corporation Law.

The undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Business Corporation Law of the State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is EAGLE COMMUNICATIONS, INC.

SECOND: The purposes for which the corporation is formed are:

To engage in any lawful act or activity for which corporations may be organized under the business corporation law, provided that the corporation is not formed to engage in any act or activity which requires the act or approval of any state official, department, board, agency or other body without such approval or consent first being obtained.

To develop, experiment with, conduct research on, manufacture, produce, assemble, buy, rent or otherwise acquire, hold, own, use, install, equip, replace, maintain, service, process, reprocess, repair, remodel, recondition, import, export, sell, lease, market, distribute, transport or otherwise dispose of and generally to deal in and with, as contractor, subcontractor, principal, agent, commission merchant, broker, factor or any combination of the foregoing and at wholesale or retail or both, any and all kinds of telephones, telephone systems, parts, supplies, devices and accessories and all allied apparatus, systems, parts, supplies, tools, implements, raw materials, natural products, manufactured articles and products, and goods, wares, merchandise and tangible property of every kind, used or capable of being used for any purpose whatever. Nothing herein shall be deemed to authorize this corporation to act as a telephone/telegraph corporation as defined by the Transportation Corporation Law.

To carry on a general mercantile, industrial, investing and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job,

enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, or in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed and other real, personal and mixed property of any and all kinds, together with the components, resultants, and by-products thereof.

To acquire by purchase, subscription, underwriting or otherwise, and to own, hold for investment, or otherwise, and to use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every sort and description and wheresoever situated, including shares of stock, bonds, debentures, notes, scrip, securities, evidences of indebtedness, contracts or obligations of any corporation or association, whether domestic or foreign, or of any firm or individual or of the United States or any state, territory or dependency of the United States or any foreign country, or any municipality or local authority within or without the United States, and also to issue in exchange therefor, stocks, bonds or other securities or evidences of indebtedness of this corporation and, while the owner or holder of any such property, to receive, collect and dispose of the interest, dividends and income on or from such property and to possess and exercise in respect thereto all of the rights, powers and privileges of ownership, including all voting powers thereon.

To construct, build, purchase, lease or otherwise acquire, equip, hold, own, improve, develop, manage, maintain, control, operate, lease, mortgage, create liens upon, sell, convey or otherwise dispose of and turn to account, any and all plants, machinery, works, implements and things or property, real and personal, of every kind and description, incidental to, connected with, or suitable, necessary or convenient for any of the purposes enumerated herein, including all or any part or parts of the properties, assets, business and good will of any persons, firms, associations or corporations.

The powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other or additional powers, rights and privileges granted or permitted to a corporation by the Business Corporation Law, it being intended that this corporation shall have all the rights, powers and privileges granted or permitted to a corporation by such statute.

THIRD: The office of the corporation is to be located in the County of New York, State of New York.


FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is Two Hundred (200), all of which shall be without par value.

FIFTH: The Secretary of State is designated as the agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served on him is:

Bigman & Bigman, Esqs.  
67-03 Roosevelt Avenue  
Woodside, New York 11377

SIXTH: The personal liability of directors to the corporation or its shareholders for damages for any breach of duty in such capacity is hereby eliminated except that such personal liability shall not be eliminated if a judgement or other final adjudication adverse to such director establishes that his acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage to which he was not legally entitled or that his acts violated Section 719 of the Business Corporation Law.

IN WITNESS WHEREOF, this certificate has been subscribed to this 26th day of May, 1988 by the undersigned who affirms that the statements made herein are true under penalties of perjury.

  
GERALD WEINBERG  
90 State Street  
Albany, New York



State of New York  
Department of State

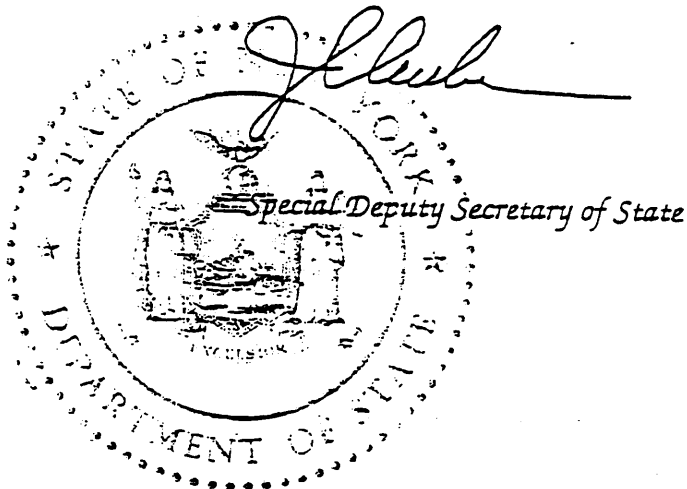
SS:

I hereby certify, that the certificate of incorporation of EAGLE COMMUNICATIONS, INC. was filed on 05/31/1988, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 03rd day of June  
one thousand nine hundred and  
ninety-seven.*

199706040137 47



**Exhibit 3**

**Certificate of Authority to Transact Business in Tennessee  
and  
Assumed Name Registration**

# Secretary of State

## Corporations Section

James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306

DATE: 09/26/97  
REQUEST NUMBER: 3391-1767  
TELEPHONE CONTACT: (615) 741-0537  
FILE DATE/TIME: 09/26/97 1224  
EFFECTIVE DATE/TIME: 09/26/97 1224  
CONTROL NUMBER: 0338162

TO:  
CSC UCS  
375 HUDSON ST  
11TH FL  
NEW YORK, NY 10014

RE:  
EAGLE COMMUNICATIONS, INC.  
APPLICATION FOR CERTIFICATE OF  
AUTHORITY - FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF  
AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE  
ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE  
CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN  
NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE  
REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE  
ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS  
OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED  
AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION  
OF ITS CERTIFICATE OF AUTHORITY.

IN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR  
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF  
AUTHORITY - FOR PROFIT

ON DATE: 09/18/97

FROM:  
CSC/USC (375 HUDSON ST)  
375 HUDSON ST 11TH FL  
NEW YORK, NY 10014-0000

	FEE	
RECEIVED:	\$300.00	\$300.00
TOTAL PAYMENT RECEIVED:		\$600.00
RECEIPT NUMBER:	00002184290	
ACCOUNT NUMBER:	00251167	



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

# APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

EAGLE COMMUNICATIONS, INC.

FOR OFFICIAL  
TREASURY

FILED

DEPARTMENT

040

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is Eagle Communications, Inc.

Eagle Communications of TN, Inc.

If different, the name under which the certificate of authority is to be obtained is \_\_\_\_\_

[NOTE: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. If obtaining a certificate of authority under an assumed corporate name, an application must be filed pursuant to Section 48-14-101(d).]

2. The state or country under whose law it is incorporated is New York

3. The date of its incorporation is May 31, 1989 (must be month, day, and year), and the period of duration, if other than perpetual, is N/A

4. The complete street address (including zip code) of its principal office is \_\_\_\_\_

60 East 56th Street New York, N.Y. # 10022

Street	City	State/Country	Zip Code
--------	------	---------------	----------

5. The complete street address (including the county and the zip code) of its registered office in this state is  
500 Tallan Building,  
two Union Square, Chattanooga, Tennessee

Street	City/State	County	Zip Code
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The name of its registered agent at that office is

Corporation Service Company

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

Kent Charugundla/President

50 East 60th Street. New York, N.Y. # 10022

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

Kent Charugundla/President

50 East 60th Street New York, N.Y. # 10022

8. The corporation is a corporation for profit.

9. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is

\_\_\_\_\_, 19\_\_\_\_ (date), \_\_\_\_\_ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than one (1) month prior to the date the application is filed in this state.]

David O. Klein 9/10/97  
Signature Date

Authorized Attorney  
Signer's Capacity

Eagle Communications, Inc.

Name of Corporation

David O. Klein  
Signature

David O. Klein

Name (typed or printed)

# Secretary of State

## Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 09/26/97

REQUEST NUMBER: 3391-1863

TELEPHONE CONTACT: (615) 741-0537

FILE DATE/TIME: 09/26/97 1408

EFFECTIVE DATE/TIME:

CONTROL NUMBER: 0338162

TO:

TSIO

PO BOX 120597

NASHVILLE, TN 37212

RE:

EAGLE COMMUNICATIONS OF TN, INC  
ASSUMED NAME REGISTRATION

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO (2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5) YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: ASSUMED NAME REGISTRATION

ON DATE: 09/26/97

FROM:

TSIO (BOX 120598)

P. O. BOX 120598

NASHVILLE, TN 37212-0000

RECEIVED: FEES \$10.00

\$10.00

TOTAL PAYMENT RECEIVED:

\$20.00

RECEIPT NUMBER: 00002187580  
ACCOUNT NUMBER: 00000499



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

RECEIVED  
SEP 11 1997  
SECRETARY OF STATE

APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE NAME

RECEIVED  
SEP 11 1997  
SECRETARY OF STATE

Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(d) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

SECRETARY OF STATE

Eagle Communications, Inc.

1. The true name of the corporation is \_\_\_\_\_

2. The state or country of incorporation is Delaware

3. The corporation intends to transact business in Tennessee under an assumed corporate name.

4. The assumed corporate name the corporation proposes to use is

Eagle Communications of TN, Inc.

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

9/18/97  
Signature Date

ATTORNEY  
Signer's Capacity

Eagle Communications, Inc.

Name of Corporation

David O. Klein  
Signature

DAVID O. KLEIN  
Name (typed or printed)

FILED

SECRETARY OF STATE

97 SEP 06 PM 2:08

RECEIVED  
SEP 06 1997  
SECRETARY OF STATE



**Exhibit 4**

**Financial Qualifications**

***[FILED UNDER SEAL - ATTACHED TO ORIGINAL APPLICATION ONLY]***

**Exhibit 5**

**Managerial Qualifications**



A summary of the experience of the Applicant's management personnel is as follows:

**Kent S. Charugundla, President**

With Mr. Charugundla's creation of Eagle Communications Inc. in 1988, he acted as an instrumental figure in the company's technological and business developments.

His achievements include:

- The negotiation of a favorable billing and services agreement with AT&T (1988).
- Creation of an online database of New York State foreclosure listings (1989).
- Development and implementation of a 1000-employee inbound call center in Wilmington, DE (1991).
- Identification of problems associated with AT&T multi-quest service for double billing, double tax assessment on sales tax, and caller adjustments.
- Founding of Eagle Teleconferencing Services, Inc. (1993). Mr. Charugundla negotiated the rights to use the Rochester logo in marketing materials with Rochester Telephone (now Frontier). In addition, he negotiated access revenue sharing arrangements with Schuyler Telco, now part of Frontier.
- Founding of Internet Exchange, a subsidiary of American Network (1993). He negotiated a favorable contract with Western University of Illinois whereupon WUI managed the Internet company for American Network for a monthly grant.
- Founding member of Commercial Internet Exchange (CIX) (1993/94).
- Participation in several AIN research forums for Ameritech and Nortel.
- CLEC certification in over a dozen states.

In addition to his memberships in YEO, TANA, and UTCF, Mr. Charugundla is a board member at WCC, Corp., a non profit 504 C corporation and is an executive board member of the National Association of Asian Indian Christians Inc., (NAAIC), a non profit corporation.

Besides his duties as President of Eagle Communications, Mr. Charugundla is President of American Network, Inc., an Internet Provider management service. Until December 1998, he also acted as President of Eagle Teleconferencing Services, Inc.

Mr. Charugundla has a B.S. in Organic Chemistry from Osmania University in India.

**Marguerite Keuchkerian, Executive Vice President**

Ms. Keuchkerian joins Eagle Communications, Inc. with over 14 years of management experience including four years in finance. From 1993-1998 she was Executive Vice President of Marketing for Eagle Teleconferencing Services and instrumental in securing over 300 IXC resellers to resell conference-calling products and cost-saving measures related to benefits and company operations.

Her achievements include:

- Single-handedly managed and implemented American Network switch by receiving CLLI codes, accounting codes, and applying and securing all needed NPA-NXXs for New York City.
- Successfully received SS7 certification for New York switch for MTP layer 3.
- Trained all Eagle personnel for easy transition.
- Secured Bellcore certification for ATM Network planning, designing, implementing, and maintaining ATM Networks.
- President and founder of Multi Media, Inc. (1991-1993).

As an Executive Vice President of a telemarketing firm with over 1000 operators, Ms. Keuchkerian's duties included controller, sales, and operations. In addition, she held a position as AVP of finance for Manufacturers Hanover Trust Company overseeing trust funds for institutions.

Ms. Keuchkerian holds a BBA in Finance from Yaravan State University in Armenia.

#### **Kevin J. Burke, Vice President Engineering (Consultant)**

Prior to working with Eagle Communications, Mr. Burke was a consultant whose services included Bid Coordination, Vendor Selection, Switch and Facility Design and Implementation, Project Management and Cut Over.

From 1987 to 1990, he was a Maintenance Engineer, responsible for the setup and cut over of new 5ESS switches in Manhattan for NYNEX. From 1991 to 1994, he was responsible for coordinating technical functions in supporting regulatory issues relating to CLEC and Collocation dockets, also for NYNEX. Since 1974, Mr. Burke has worked for various telcos such as AT&T, New York Telephone, USN Communications, and US One.

Mr. Burke has been with Eagle for one year and holds a five-year contract with the company.

#### **Harold A. Maddela, Vice President, Sales**

With over six years management experience including two years in telecom sales and customer service management, Mr. Maddela brings a broad knowledge base to Eagle's sales force. He has served as Marketing Manager for American Financial Corp. and as Product Development Manager for Comtech in Connecticut.

Mr. Maddela has an MBA from the University of New Haven, Connecticut, with a concentration in marketing.

**Barbara J. D'Elia, Executive Director, Operations**

Ms. D'Elia joined Eagle with more than 14 years in the communications industry. Her experience includes serving as Project Manager for TCG in various locations (New York/Texas) and as Senior Manager of Network Planning for TCG/AT&T. In this position, her responsibilities included supervising seven project managers for key functions in network and switch planning such as optimization of a Type II network consisting of 8,000 circuits and 500 facilities and cost analysis on all network facilities.

**Richard E. Pino, Vice President, Finance**

Mr. Pino, has more than 14 years in the investment banking and communications industries in both public and private companies. His experience includes serving as Assistant Controller at MediaLink Worldwide, a publicly traded news and information company; Controller at Veronis, Suhler & Associates, an investment banking firm to the communications industry; and Financial Analyst at Time Distribution Services, a Time Warner company. Mr. Pino began his career at Mellon Securities and Merrill Lynch Capital Markets. Prior to joining Eagle Communications, Mr. Pino was founder and managing director of Global Media Advisors, a professional firm offering investment banking and financial consulting services.

As a high-level financial manager with operational responsibility, Mr. Pino's accomplishments include a number of cost-saving measures related to employee benefits and company operations. He has restructured policies and procedures in accounting and human resources departments; researched and implemented 401(k) plans and long-term disability insurance; and has expanded medical benefits with concomitant decrease in costs.

His professional memberships include New York Society of Security Analysts (NYSSA); Association for Investment Management and Research (AIMR); Institute of Certified Management Accountants (ICMA); and Broadcast Cable Financial Management (BCFM). He holds a BA in Economics from St. Francis College and an MBA from Adelphi University. Mr. Pino is currently pursuing a Ph.D. in Business Administration and Management.

**Exhibit 6**

**Small and Minority Owned Telecommunications  
Business Participation Plan**

**SMALL AND MINORITY OWNED TELECOMMUNICATIONS  
BUSINESS PARTICIPATION OF  
EAGLE COMMUNICATIONS OF TN, INC.**

**Policy Statement**

Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc. ("Eagle") acknowledges the importance of supporting the participation of small and minority owned telecommunications businesses in the telecommunications industry and the overall general business participation in the Tennessee telecommunications business operations. It is the policy of Eagle to provide small and minority owned telecommunications businesses an opportunity to compete for contracts and subcontracts for goods and services to Eagle. Eagle is committed to the identification and selection of qualified small and minority owned telecommunications businesses in this respect.

Further, with respect to its Tennessee business operations, it is the policy of Eagle to provide information on programs, if any, to provide technical assistance to small and minority owned telecommunications businesses when and where available in Tennessee.

Eagle acknowledges its obligation to contribute its share to the fund established by the Department of Economic and Community Development in accordance with Section 16 of Chapter 408 of the Public Acts of 1995 (the "Act") for the purpose of funding the Small and Minority Owned Telecommunications Business Assistance Program, which provides for loan guarantees, education services, and technical assistance and services.

**Definitions**

"Act" - Section 16 and 17 of Chapter 408 of the Public Acts of 1995.

"Eagle Communications of TN, Inc." or "Eagle", is a New York Corporation with administrative offices located at 60 East 56<sup>th</sup> Street, 9<sup>th</sup> Floor, New York, NY 10022. The telephone number is 212-758-3283 and the facsimile number is 212-758-3453.

"Minority Owned Telecommunications Business" - a telecommunications business which is solely-owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages the daily operations of such business, and who is impeded from normal entry into economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000), or as otherwise modified or amended in the future by the legislature for the State of Tennessee:

1. "Personally Manages" in this context shall mean actively involved in the day-to-day management.
2. "Controls" in this context shall mean exercising the power to make policy decisions.

3. "Who is impeded from normal entry" in this context shall mean individuals who have been subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their qualities as individuals and as provided in the regulation implementing Section B(a) and 7(j) of the Small Business Act, as amended by the Business Opportunity Development Reform Act of 1988, and Business Opportunity Development Reform Act Technical Corrections Act, (15 U.S.C. 67(a) and 636(j)), as amended by Pub. L. 100-656 and Pub. L. 101-37.

"Small Telecommunications Business" - A telecommunications company with annual gross receipts of less than four million dollars (\$4,000,000), or as otherwise modified or amended in the future by the legislature for the State of Tennessee.

"Subcontract" - Any agreement (other than one involving an employer-employee relationship) entered into by Eagle with a non-affiliated company or individual calling for the direct or indirect purchase of raw materials, components, supplies and services needed to support Eagle's operations.

### **Goals**

The goals of Eagle's Small and Minority Owned Telecommunications Business Participation Plan ("Plan") is to identify small and minority owned telecommunications businesses that are qualified to provide goods and services and to promote awareness among these businesses of the opportunities to develop business relationships with Eagle.

### **Plan Implementation**

When appropriate, Eagle will invite bids, issue reports for proposals, or otherwise solicit offers from small and minority owned telecommunications businesses, except in the case of emergencies, or in cases where Eagle is bound by contract to purchase goods and services from other sources, to furnish specified goods or services to Eagle in furtherance of its Tennessee operations.

### **Plan Administration**

In conducting its business affairs in Tennessee, Eagle will appoint one of its employees as the Administrator of the Plan. The Administrator will be responsible for obtaining and utilizing available resources for identifying small telecommunications business and minority owned telecommunications businesses interested and qualified in furnishing goods and services to Eagle and to cultivate an awareness among such businesses as to any opportunities to develop business relations with Eagle. The Administrator will also serve as resource for technical assistance to small telecommunications businesses and minority owned telecommunications business and will refer such businesses to sources of information and other technical assistance.

### **Plan Administrator**

The administration of this Plan will be under the direction of (hereinafter called the "Administrator"):

Barbara J. D'Elia  
Eagle Communications, Inc.  
60 East 56<sup>th</sup> Street, 9<sup>th</sup> Flr.  
New York, NY 10022  
Telephone: (212) 758-3283  
Facsimile: (212) 758-3453

The duties of the Administrator are, among other things:

1. To develop policies and procedures to assure success of the Plan
2. To maintain a current Plan acceptable to the Tennessee Regulatory Authority.
3. To conduct certification surveys as to the status of suppliers.
4. To establish and maintain a database and records in support of the Plan pursuant to the requirements of the Tennessee Regulatory Authority.
5. To search diligently for qualified small and minority owned telecommunications businesses and concerns through:
  1. The Small Business Administration's Procurement Automated Source System (PASS), and publications of the Office of Minority Business Data Center in the Department of Commerce and the Office of Minority Small Business and Capital Ownership Development in the Small Business Administration.
  2. Local and national associations and Minority Supplier Development councils.
  3. Participation in trade fairs and industry meetings.
  4. Advertisement in industry and local publications.
6. To prepare and submit such forms and information as may be required by the Tennessee Regulatory Authority.
7. Maintain liaison and cooperation with the Tennessee Regulatory Authority, and other agencies of the State of Tennessee to find and utilize qualified business concerns defined herein.

8. To support activities for assisting buyers in locating and qualifying the business concerns defined herein.
9. To provide required records and reports and cooperate in any authorized surveys by the Tennessee Regulatory Authority.

### **Compliance Reports**

Eagle will submit reports, as may be required, for use in connection with subcontracting plans by the Tennessee Regulatory Authority and/or the State of Tennessee. Eagle will cooperate fully with all reasonable and appropriate surveys or studies required by the contracting agency in determining program compliance. However, Eagle reserves the right to designate documents, reports, surveys and/or studies as Aconfidential@ or Apropietary.@"

### **Record Maintenance**

Eagle will maintain records relating to Eagle=s Small and Minority Owned Telecommunications Business Participation Plan for the purpose of evidencing the implementation of this policy, for use by Eagle in evaluating the effectiveness of the Plan and in obtaining the goals of the Plan, and for use in updating the Plan on an annual basis with the Tennessee Regulatory Authority, or as otherwise required.

ADOPTED THIS 26<sup>TH</sup> day of JUNE, 2000.

Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc.

By: barbara D'Elia  
Name: BARBARA D'ELIA  
Title: DIRECTOR OF OPERATIONS  
Eagle Communications, Inc.



**Exhibit 7**

**IntraLATA Toll Dialing Parity Plan**

## **IntraLATA Toll Dialing Parity Plan**

The following *IntraLATA Toll Dialing Parity Plan* has been developed consistent with provisions of the Federal Communications Commission's ("FCC") Order, FCC 99-54, adopted March 19, 1999 which is based on the United States Supreme Court overturning, in part, the rulings of the United States Court of Appeals for the Eighth Circuit which tried to set aside dialing parity rules pertaining to intraLATA telecommunications traffic. This Plan is being submitted to the Tennessee Regulatory Authority ("Authority") for its information and approval. Implementation of IntraLATA toll dialing parity is dependent upon Authority approval.

The filing of this Plan does not preclude Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc. ("Eagle") from exercising any of its rights to Suspension or Modification under § 251(f)(2) of the Telecommunications Act of 1996.

Eagle will provide intraLATA toll dialing parity within all the exchanges in which it provides local exchange telecommunications services in the State of Tennessee.

### **I. IntraLATA Presubscription Methodology**

The *Full 2-PIC* (Presubscribed Interexchange Carrier) option shall be the methodology used to provide customers with a full range of choices in selecting their intraLATA 1+/0+ toll provider. Under this option, the customer may select a toll/interexchange carrier for its intrastate intraLATA calling and a separate toll/interexchange carrier for its intraLATA calls.

### **II. Calls Subject to IntraLATA Toll Dialing Parity**

Intrastate intraLATA 1+ and 0+ toll calls originating in an exchange shall be subject to the intraLATA toll dialing parity provisions.

### **III. Customers Eligible For IntraLATA Toll Dialing Parity**

All end user customers subscribing to a LEC's local exchange service offerings shall be eligible for intraLATA dialing parity.

### **IV. IntraLATA Toll Carrier At Outset**

Until a customer affirmatively chooses another intrastate intraLATA toll/interexchange carrier, intraLATA toll calls which are not prefaced with 101XXXX shall be carried by Eagle's designated toll/interexchange carrier(s), which will be BellSouth. There will be no balloting of customers.

V. Implementation Schedule

Eagle will implement toll dialing parity upon commencement of offering service, subject to Authority approval of this IntraLATA Toll Dialing Parity Plan, and, for its resold services, subject to the provision of intraLATA 1+ equal access by the underlying carrier. New customers will be able to select an intraLATA toll/interexchange carrier using the same procedure currently followed to select an interLATA interexchange carrier. New customers that do not choose a carrier will be required to use dial around by dialing 101XXXX. Customers can call the customer service center for a listing of available intraLATA toll/interexchange carriers. The Customer Service Representative ("CSR") will provide the listing in random order (competitively neutral) to the customer. Each time the customer account is assessed, the listing will be reshuffled in a new random order.

VI. Access to Operator Services and Directory Assistance

Access to Operator Services and Directory Assistance will continue to be available through the customer's local exchange carrier or interLATA carrier. No industry standard has been established for access to Operator Services and Directory Assistance unique to the intraLATA carrier. For Operator Services, customers dial "0" to reach their local exchange operator and "00" to reach their interLATA operator. For Directory Assistance, customers dial "1-411" in Eagle's territory to access the local exchange Directory Assistance and customers dial "1-NPA-555-1212" to access their interLATA carrier's Directory Assistance.

The local and interLATA Operator Services and Directory Assistance may be branded by the local and interLATA carriers, as appropriate, based on the dialing pattern of the end user. Since no unique intraLATA dialing pattern currently exists in the industry, Eagle is not capable of identifying intraLATA calls to Eagle's local or the IXC's interLATA operators or directory assistance representatives. As such, this procedure is considered in compliance with FCC Order No. 96-333, Rule 51-217(d).

VII. Cost Recovery

In order to recover the costs associated with the switching of customers among different carriers, Eagle will impose a PIC change charge on its customers for each eligible line when a PIC change is made. Eagle does not anticipate that it will incur significant costs in the actual provisioning of intraLATA toll dialing parity in Tennessee as it is a new entrant. To the extent that it incurs costs, however, Eagle will recover them through the cost recovery mechanism established by the State of Tennessee in accordance with 47 C.F.R. §51.215. Cost that are recovered will be limited to incremental costs such as those designated by the FCC, including: "switch software, any necessary hardware and signaling system upgrades, and consumer education costs."<sup>1</sup>

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<sup>1</sup> *Implementation of the Local Competition Provisions of Telecommunications Act of 1996*, CC Docket No. 96-98, Second Report and Order and Memorandum Opinion and Order, 11 FCC Rcd 19392 (1996).

VIII. Charges for Selection/Assignment of Carrier & Unauthorized PIC Changes

Eagle shall not impose any charge on the customer for the customer's initial selection of a carrier other than the designated toll/interexchange carrier, to carry the customer's intraLATA toll calls.

Charges imposed upon a customer for changing the customer's Presubscribed carrier for its intraLATA toll calls, and charges applicable to toll providers related to Unauthorized PIC Changes, are to be those set forth in the Intrastate Access Service tariff on file with the Authority, and in effect at the time. (The intraLATA PIC Change charge will be \$5.00, and an Unauthorized PIC Change charge of \$35.65 will apply to both residence and business lines, as provided for in NECA Tariff FCC No. 5.) Eagle will offer its customers a 90-day grace period following Plan implementation during which the customers can make multiple PIC changes during these 90 days at no charge. After the 90-day period, Eagle will assess the applicable \$5.00 PIC change charge. If a customer makes both an interLATA and an intraLATA PIC change, it will be assessed a total charge of \$10.00. It should be understood that the Unauthorized PIC Change charge is intended as an assessment to toll providers, not to subscribers.

IX. Customer Notification/Education Procedures

Consistent with the IntraLATA toll dialing parity implementation date, Eagle will include an insert in customer bills explaining that Tennessee consumers now have a choice of intraLATA toll providers. The insert will also detail procedures for choosing IntraLATA toll providers.

X. Anti-Slamming

IntraLATA toll dialing parity shall be subject to the same anti-slamming and dispute resolution procedures that the FCC has set forth for interLATA Presubscription. IntraLATA toll dialing parity shall also be subject to the provisions of Section 258 of the Federal Communications Act of 1934, as provided for by the Telecommunications Act of 1996, and any regulations adopted by the FCC or the Authority addressing unauthorized changes in subscriber carrier selections.

XI. Compliance

Eagle will comply with all IntraLATA toll dialing parity rules and provisions of the FCC and the Authority.

**Exhibit 8**

**Certificate of Service**

## **NOTICE OF APPLICATION**

**TO:** Incumbent Local Exchange Carriers Operating in the State of Tennessee

**FROM:** Richard M. Rindler, Esq.  
Vickie S. Byrd, Esq.  
Counsel to Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc.

**DATE:** July 5, 2000

**RE:** Application of Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc. for a Certificate of Public Convenience and Necessity to Provide Facilities-Based and Resold Local Exchange and Interexchange Telecommunications Services Throughout the State of Tennessee

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This is to notify you that the above-referenced application was filed with the Tennessee Regulatory Authority ("Authority") on July 5, 2000. A copy of the application can be obtained from the Authority.

**CERTIFICATE OF SERVICE**

I, Vickie S. Byrd, hereby certify that on this 5th day July, 2000, a copy

of the foregoing notice was served via first class U.S. Mail on the following:

Ardmore Telephone Company, Inc.  
P.O. Box 549  
517 Ardmore Avenue  
Ardmore, TN 38449

BellSouth  
333 Commerce Street  
Nashville, TN 37201-3300

Century Telephone of Adamsville  
P.O. Box 405  
116 N. Oak Street  
Adamsville, TN 38310

Century Telephone of Claiborne  
P.O. Box 100  
507 Main Street  
New Tazewell, TN 37825

Century Telephone of Ooltewah-  
Collegedale, Inc.  
P.O. Box 782  
5616 Main Street  
Ooltewah, TN 37363

Citizens Communications Company  
OF TENNESSEE  
P.O. Box 770  
300 Bland Street  
Bluefield, WV 24701

Citizens Communications Company  
Of The Volunteer State  
P.O. Box 770  
300 Bland Street  
Bluefield, WV 24701

Loretto Telephone Company, Inc.  
P.O. Box 130  
Loretto, TN 38469

Millington Telephone Company, Inc.  
4880 Navy Road  
Millington, TN 38053

Sprint-United  
112 Sixth Street  
Bristol, TN 37620

TDS Telecom-Concord Telephone  
Exchange, Inc.  
P.O. Box 22610  
701 Concord Road  
Knoxville, TN 37933-0610

TDS Telecom-Humphreys County  
Telephone Company  
P.O. Box 552  
203 Long Street  
New Johnsonville, TN 37134-0552

TDS Telecom-Tellico Telephone  
Company, Inc.  
P.O. Box 9  
102 Spence Street  
Tellico Plains, TN 37385-0009

TDS Telecom-Tennessee  
Telephone Company  
P.O. Box 18139  
Knoxville, TN 37928-2139

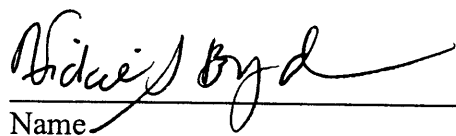
TEC-Crockett Telephone Company, Inc.  
P.O. Box 7  
Friendship, TN 38034

TEC-People's Telephone Company, Inc.  
P.O. Box 310  
Erin, TN 37061



TEC-West Tennessee Telephone  
Company, Inc.  
P.O. Box 10  
244 E. Main Street  
Bradford, TN 38316

United Telephone Company  
P.O. Box 38  
120 Taylor Street  
Chapel Hill, TN 37034

  
Name \_\_\_\_\_

## VERIFICATION

State of NEW YORK )  
 )  
County of NEW YORK ) ss:

On behalf of Eagle Communications, Inc. d/b/a Eagle Communications of TN, Inc., Applicant for a Certificate of Public Convenience and Necessity, I, KENT CHARUGUNDLA, PRESIDENT, certify and agree that intrastate telecommunications services will be provided in compliance with the Rules and Regulations of the Tennessee Regulatory Authority ("Authority").

I understand that certification as a public utility to provide intrastate telecommunications services is nontransferable and may be revoked by the Authority for violation of Authority Rules and Regulations.

I understand that a certified utility is required to submit annual reports to the Authority recounting activities specified by Authority rules. I further understand that additional reports may be required by the Authority at any time.

I understand that I cannot abandon or discontinue service, or any part thereof, established within the State of Tennessee without prior Authority approval and without having previously made provision, approved by the Authority, for payment of all relevant outstanding liabilities (deposits) to customers within the State of Tennessee.

I further attest that the information provided in this Application and the supporting documents is true and correct to the best of my knowledge and belief.



Name: KENT CHARUGUNDLA

Title: PRESIDENT

Eagle Communications, Inc. d/b/a

Eagle Communications of TN, Inc.

Subscribed and sworn to before me, this 26<sup>TH</sup> day of June, 2000.

  
Notary Public

My Commission expires on \_\_\_\_\_.

336975.1

ELLEN SKRZYPEK  
NOTARY PUBLIC, STATE OF NEW YORK  
NO. 01SK6035430  
QUALIFIED IN QUEENS COUNTY  
COMMISSION EXPIRES DECEMBER 27, 2001